

## Exhibit A

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1 that?  
2 A. Well, I came back I think in July 2003 and I went  
3 over there in 2001, and I think went over there in I think  
4 it was something like October; but then it was a little bit,  
5 a few days, and then definitely I think I have something in  
6 November; but, again, I don't remember the exact dates, much  
7 more the periods.  
8 Q. When working for investment banking did there come  
9 a time where your role overlapped between working at  
10 investment banking and Artesia Securities?  
11 A. Can you rephrase that?  
12 Q. Sure. Was there a time period where you were  
13 working for both investment banking --  
14 A. No.  
15 Q. -- and Artesia Securities?  
16 A. No, it was -- I was working for investment  
17 banking, and when I take over the responsibilities of  
18 Artesia Securities there was a new responsible guy for  
19 investment banking, and we have integrated investment  
20 banking into Artesia Securities; so I was -- at the end I  
21 was the overall responsible of Artesia Securities, including  
22 a part of investment banking.  
23 Q. And that was when investment banking was moved  
24 from Artesia Bank to Artesia Securities?  
25 A. Yes.

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1 period.  
2 Q. When was -- what were your first dealings with L &  
3 H, what was the first....  
4 A. I think my first dealings was the credit which has  
5 been granted by BACOB Bank to L & H.  
6 Q. What loan was that -- was it a loan?  
7 A. I don't remember that.  
8 Q. Strike that. Do you know what the amount of loan  
9 was?  
10 A. No, I don't remember that.  
11 Q. Do you remember the time period?  
12 A. No, not exactly, the whole beginning.  
13 Q. Do you know what other -- other than that first  
14 one you worked on, what other loans did you work on related  
15 to L & H?  
16 A. I don't remember that very well, but there was one  
17 loan which was the loan for Dictations Centre. I didn't  
18 remember that, but I have been asked to review those by the  
19 federal police and they have showed me, so that I'm aware of  
20 that and that's all.  
21 Q. So just the Dictation Consortium?  
22 A. Yes.  
23 Q. And that, you said, you recalled from reviewing  
24 your interview with the police?  
25 A. Yes.

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1 Q. And when did that occur?  
2 A. At the time that I made my move I think.  
3 Q. It has been told to us by your counsel that while  
4 at Artesia Bank you were in possession of special signatory  
5 powers, do you know what that reference is to?  
6 A. No.  
7 Q. Are you aware of any special signatory powers you  
8 had while at Artesia Bank?  
9 A. Special, no; the normal ones, but not the special  
10 no because I don't remember that.  
11 Q. OK. Sir, you're familiar with the company  
12 formerly known as Lernout & Hauspie I take it, is that  
13 correct?  
14 A. I know of the company.  
15 Q. And when I refer to the company today I'm going to  
16 refer to them as L & H, if that's all right with you, is  
17 that all right?  
18 A. That's right.  
19 Q. Feel free to do the same. When did you -- have  
20 you had dealings with Lernout & Hauspie in your career at  
21 the Bank?  
22 A. Yes, I've been in contact with the company at my  
23 BACOB time, because you know that BACOB was in the  
24 beginning, together with Paribas, one of the banks who has  
25 granted credit to Lernout & Hauspie in their beginning

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1 Q. How about -- apart from loans, what about any  
2 equity transactions, either public or private, involving L &  
3 H?  
4 A. I was involved with the IPO of Lernout & Hauspie,  
5 which has been leaded or the lead bank was Paribas Bank  
6 London because we were not -- we had not the capabilities,  
7 not the knowledge within Belgium to do such a transaction,  
8 so it was Paribas in London investment banking team that  
9 took over; so I've followed that, at the side a little bit  
10 because it was other people who has led that transaction;  
11 and then I was also involved in the transaction of Flanders  
12 Language Valley. We were also at the sideline because it  
13 was KBC Securities who had the letter of that transaction.  
14 Q. OK.  
15 A. Or the lead, sorry.  
16 Q. As for the IPO -- for the IPO, BACOB was part of  
17 the underwriting syndicate for that IPO?  
18 A. Our role was to sell, to place the shares into the  
19 Belgian market.  
20 Q. Were you placing shares on the Nasdaq or Easdaq?  
21 A. I don't remember, Easdaq I think.  
22 Q. What did you do in connection with underwriting  
23 that IPO?  
24 MR. WEIDNER: Do you mean what did he do personally?  
25 MR. EGAN: What did he do personally.

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1 A. I was just -- not a lot. Again, we were much more  
2 a follower in that transaction than the leader.  
3 Q. Did you attend any meetings with Jo Lernout?  
4 A. I have been in some meetings, but it was in London  
5 with the people from Paribas Bank London, yes.  
6 Q. And with Mr Lernout as well?  
7 A. And Mr Lernout I've said.  
8 Q. And what was discussed at those meetings?  
9 A. It was discussions concerning the preparation of  
10 the IPO.  
11 Q. Was anyone else from L & H present at those  
12 meetings?  
13 A. I don't remember that.  
14 Q. Do you know if Pol Hauspie was at any of those  
15 meetings?  
16 A. I don't remember if one of them were there, I  
17 don't know.  
18 Q. How about Nico Willaert?  
19 A. I don't know.  
20 Q. Do you know what compensation BACOB received for  
21 participating in the underwriting?  
22 A. No, I don't remember that any more.  
23 Q. Do you know if BACOB received any compensation  
24 apart from what would have been contained in the IPO  
25 documents and underwriting agreement?

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1 A. I don't remember.  
2 Q. Other than the IPO, were you involved in any other  
3 equity offerings related to L & H?  
4 A. As far as I remember it, no.  
5 Q. OK. You also mentioned an offering related to  
6 FLV, for that offering was BACOB the co-underwriter with KBC  
7 Bank?  
8 A. I don't know, I don't remember really our -- what  
9 was exactly our role, I don't know, I don't remember that.  
10 Q. Do you recall if it was an Initial Public  
11 Offering?  
12 A. I think it was an Initial Public Offering.  
13 Q. Did you have meetings with people from FLV  
14 relating to that?  
15 A. I have assisted at meetings with FLV, yes.  
16 Q. Do you remember who you met with?  
17 A. The only person I remember from FLV is  
18 Mr Vermeulen.  
19 Q. And what do you recall -- strike that. What did  
20 you discuss with Mr Vermeulen?  
21 A. I don't remember, I just -- I just assisted at  
22 some meetings, but I don't remember the number of the  
23 meetings or the context of those meetings.  
24 Q. And, just to clarify, when we say 'FLV' we're  
25 talking about the Flanders Language Valley Fund, is that

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1 correct?  
2 A. That's correct, yes.  
3 Q. In connection with the IPO of L & H, did you have  
4 any meetings with L & H's counsel?  
5 A. I don't remember that, and who was the counsel.  
6 Q. Do you recall any meetings with a law firm of  
7 Brown Rudnick?  
8 A. I don't remember that.  
9 Q. OK. Did you have any meetings where L & H's  
10 auditors were present?  
11 A. I don't remember that.  
12 Q. Did you have any meetings with Carl Dammekens?  
13 A. I have had some meetings with Carl Dammekens.  
14 Q. About how many meetings did you have with Mr  
15 Dammekens?  
16 A. I don't know.  
17 Q. What did you discuss with Mr Dammekens?  
18 A. Mr Dammekens was at a certain time, I don't know,  
19 was responsible for the finance business of Lernout &  
20 Hauspie; so it was in that context that I had, or we had  
21 some meetings with them or with him; but I don't remember  
22 the issues and I don't remember the number of times I have  
23 met him.  
24 Q. OK. How about anyone from the law firm, Loeff  
25 Clayes Verbeke, did you have any meetings with anyone from

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1 that firm?  
2 A. I don't remember. It will be the same answer. I  
3 don't remember the number of meetings and the people that I  
4 have met. I knew that they were the legal advisor of  
5 Lernout & Hauspie for much of their transactions, but I  
6 don't know the exact number of meetings or what would be --  
7 what would have been the content of those meetings.  
8 Q. When you were started at investment banking at  
9 Paribas and then later name changed to Artesia, what was  
10 your responsibility?  
11 A. While at investment banking was M & A  
12 transactions, capital markets transactions, which could be  
13 equity or debt linked transactions, and advisory.  
14 Q. And during your entire tenure with investment  
15 banking, did --  
16 A. How many years?  
17 THE INTERPRETER: Your tenure. (Translated).  
18 MR. EGAN: Your tenure in investment banking, were you  
19 always head of the investment banking division?  
20 A. Yes.  
21 Q. And who did you report to in the corporate  
22 hierarchy?  
23 A. I reported to Mr Avonts, Rene Avonts.  
24 Q. And who is Mr Avonts?  
25 A. He was at that time board of -- in the board of

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1 management of, first of all, Paribas Bank Belgium and then  
2 Artesia.  
3 Q. Were there any particular sectors you focused on  
4 at investment banking?  
5 A. Yes, the focus was on the real estate. We had  
6 here in Belgium a product which was called -- which is a  
7 little bit, you have it in the United States, it's a RIT,  
8 it's a Real Estate Investment Trust. We call it here a  
9 Vastgoedbeheer Sikav; and it was a new product, so we  
10 focused on that and small and medium sized companies and  
11 Belgium companies.  
12 Q. At some point did the Bank contemplate engaging in  
13 a joint venture with L & H to form an investment bank?  
14 A. I don't remember that.  
15 Q. Do you recall any discussions with L & H  
16 concerning investment banking apart from the IPO?  
17 A. I don't remember that.  
18 Q. I'd like to show you what's previously been marked  
19 as Bruneel Exhibit 12, and first I would actually just --  
20 well, let me start, as a whole do you recognize this  
21 document?  
22 A. No, I don't recognize it.  
23 Q. As to the first page, does this appear to be  
24 minutes of a Management Committee meeting from December of  
25 1998 for Artesia Bank?

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1 A. Yes, I see it, I see on the title of it so.  
2 Q. Were you ever on the Management Committee of  
3 Artesia Bank?  
4 A. No, normally I was not invited.  
5 Q. OK. If you could turn first a few pages into the  
6 document at the lower right hand corner to the page marked  
7 109571?  
8 A. Yes.  
9 Q. And if you could look at 109571 to 572, just those  
10 two pages for a moment, please.  
11 A. So the first one?  
12 Q. No, turning in a few pages on the bottom right  
13 hand corner.  
14 A. I see it's 9567 and I have to go to?  
15 Q. 571, please; and if you'd just look at that, 571  
16 and 572. I'm going to ask, sir, if you recognize this  
17 document?  
18 A. No, I don't recognize it, I don't remember it.  
19 Q. OK. On the second page is that your signature?  
20 A. That's my signature, yes.  
21 Q. OK. And is this a memo you wrote on or about  
22 November 24th of '98 to the Management Committee?  
23 A. Yes.  
24 Q. Does this document refresh your recollection as to  
25 whether the Bank was contemplating a joint venture with L &

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1 H?  
2 A. No, it doesn't.  
3 Q. There is a reference to a potential letter of  
4 intent with Lernout & Hauspie, do you know what that  
5 concerns?  
6 A. No, I don't, I don't remember that.  
7 Q. There's a reference to a business plan with  
8 Lernout & Hauspie, what does that concern?  
9 A. I don't know, I don't remember that.  
10 Q. Did you have any discussions with anyone at the  
11 Bank about an investment bank proposal in conjunction with  
12 Lernout & Hauspie?  
13 A. No, I don't remember that.  
14 Q. Did Artesia Bank ever enter into a joint venture  
15 for purposes of investment banking with Lernout & Hauspie?  
16 A. No.  
17 Q. Do you know if one was ever contemplated?  
18 A. What do you mean about contemplated? (interpreter  
19 translates) Again, I don't remember that.  
20 Q. Do you know why an investment bank venture with L  
21 & H was not consummated?  
22 A. No, I don't remember that.  
23 Q. If you can just now turn back to the front of this  
24 Exhibit, and if you could turn three pages in, please.  
25 There is a section 3.4 referencing Mr Avonts; and if you

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1 could just review that paragraph, please. Does that refresh  
2 your recollection as to any discussions concerning a  
3 European Investment Bank?  
4 A. No, it doesn't.  
5 Q. Do you know if you did any follow-up following  
6 this December 8th meeting?  
7 A. No, I don't remember that.  
8 (Decraene Exhibit 1 marked.)  
9 Q. OK. You can put that aside for right now. I'd  
10 like to mark Decraene Exhibit 1, please. Decraene Exhibit 1  
11 is a one page document, Bates stamped DBB 159780. Can I  
12 ask, sir, do you recognize this document?  
13 A. I can read it but I don't remember it.  
14 Q. OK. In the 'To' line is that -- was that your  
15 Email address as of December of 1998?  
16 A. Honestly, I don't remember that I had ever such an  
17 Email address; must be mine I think, but I don't remember  
18 it.  
19 Q. Do you doubt that that was your Email address at  
20 the time?  
21 A. Again, I'm a little bit -- I don't remember it so,  
22 but.....  
23 Q. OK. Who is Annie Van Onacker?  
24 A. The secretary of Mr Avonts.  
25 Q. Of Mr Avonts?